

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re Application of

Clifford Cheah King Mun and Maso Capital
Investments Limited

Petitioners, for an Order Pursuant to 28 U.S.C. § 1782 to Conduct Discovery for Use in a Foreign Proceeding.

Case No. 22-

**APPLICATION FOR AN ORDER PURSUANT TO 28 U.S.C. § 1782 TO
CONDUCT DISCOVERY FOR USE IN A FOREIGN PROCEEDING**

1. Clifford Cheah King Mun and Maso Capital Investments Limited (“**Petitioners**”) respectfully request an order in the form attached hereto permitting Petitioners to obtain limited discovery under 28 U.S.C. § 1782 (“Section 1782”) in connection with appraisal proceedings pending before the Supreme Court of Bermuda (the “**Appraisal Proceedings**”), to which Petitioners are parties. In support of their application, Petitioners submit a Memorandum of Law and the Declarations of Duane L. Loft (the “**Loft Declaration**”) and Mark Chudleigh. Petitioners further state as follows:

2. Petitioners seek the assistance of this Court to obtain discovery from JPMorgan Chase & Co. (“**Respondent**”).

3. Petitioners’ tailored requests are set forth in the subpoena attached as **Exhibit 1** to the Loft Declaration (the “**Subpoena**”) and relate to the fair value of the shares of Jardine Strategic Holdings Limited (the “**Company**”) that are subject to appraisal in the foreign appraisal proceedings pending before the Supreme Court of Bermuda (the “**Appraisal Proceedings**”), including the process leading to the squeeze-out of the Company’s minority shareholders. As set

forth in the accompanying declarations, the Supreme Court of Bermuda will be receptive to the evidence sought here and assistance from this Court.

4. Section 1782 permits litigants in foreign proceedings to obtain discovery in the United States to assist in the foreign litigation. In particular, § 1782 states:

The district court of the district in which a person resides or is found may order him to give his testimony or statement or to produce a document or other thing for use in a proceeding in a foreign or international tribunal, including criminal investigations conducted before formal accusation. The order may be made . . . upon the application of any interested person and may direct that the testimony or statement be given, or the document or other thing be produced, before a person appointed by the court.

5. The statutory requirements of § 1782 are satisfied here. As explained in the accompanying submissions: (1) the Respondent is “found” in this District because its principal place of business is located at 383 Madison Avenue, New York, NY 10017; (2) the discovery sought is to be used in the Appraisal Proceedings; and (3) Petitioners are “interested person(s)” in the Appraisal Proceedings.

6. This application also meets the discretionary factors of Section 1782, as explained further in the accompanying submissions: (1) Respondent is not party to the Appraisal Proceedings; (2) the Supreme Court of Bermuda will be receptive to judicial assistance from a U.S. court; (3) Petitioners are not attempting to circumvent foreign proof-gathering restrictions; and (4) the discovery sought is not intrusive or burdensome. *See Intel Corp. v. Advanced Micro Devices, Inc.*, 542 U.S. 241 (2004).

7. Petitioners therefore respectfully request that this Court expeditiously grant their application for an Order granting Petitioners leave to serve the Respondent with the Subpoena.

WHEREFORE, Petitioners respectfully request that this Court enter an Order:

1. Granting the application for discovery under 28 U.S.C. § 1782;

2. Authorizing Petitioners to take discovery from Respondent, by issuing the Subpoena; and

3. Directing Respondent to comply with the Subpoena issued in this case in accordance with the Federal Rules of Civil Procedure and the Rules of this Court.

Dated: June 15, 2022
New York, New York



By: _____

Duane L. Loft
Melissa J. Kelley
BOIES SCHILLER FLEXNER LLP
55 Hudson Yards
New York, NY 10001
Telephone: (212) 446-2300
Facsimile: (212) 446-2380
dloft@bsflp.com
mjkelley@bsflp.com

Ira A. Schochet
LABATON SUCHAROW LLP
140 Broadway
New York, NY 10005
Telephone: (212) 907-0864
Facsimile: (212) 883-7064
ischochet@labaton.com

Minyao Wang
REID COLLINS & TSAI LLP
330 West 58th Street
Suite 403
New York, NY 10019
Telephone: (212) 344-5200
Facsimile: (212) 344-5299
mwang@reidcollins.com

Attorneys for Petitioners